787 735 -0 A 5:48



2<sup>nd</sup> August 2007

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Office of International Corporate Finance Division of Corporation Finance Securities and Exchange Commission 450 Fifth Street, N.W. Washington, DC 20549

Re: The Morgan Crucible Company plc – File No. 82-3387

SUPPL

Ladies and Gentlemen:

The enclosed material is furnished pursuant to Rule 12g3-2(b) on behalf of The Morgan Crucible Company plc (the 'Company'), File No.82-3387.

Such material shall not be deemed to be 'filed' with the Securities and Exchange Commission or otherwise subject to the liabilities of Section 18 of the Securities Exchange Act of 1934, as amended (the 'Act').

The furnishing of any such material shall not constitute an admission for any purpose that the Company is subject to the Act.

Sincerely,

Paul Andrew Boulton Company Secretary

Enclosure

PROCESSED

AUG 1 4 2007

DUB/00

THOMSON

The Morgan Crucible Company plc

Ouadrant, 55-57 High Street, Windsor, Berkshire SL4 1LP UK | Tel: +44 (0)1753 837000 | Fax: +44 (0)1753 850872 | www.morgancrucible.com

Company TIDM Headline Released Number	Morgan Crucible Co PLC MGCR 2001 AU6 - 9 A 5 2 3 Holding(s) in Company 16:38 02 Aug-07 R A TE H 4547B	ISSUER The Morgan Crucible Company plc	FILE NO. 82-3387
TR-1 <sub>(i)</sub> : NOT	TIFICATION OF MAJOR INTERE	ESTS IN SHARES	
rights are a		issuer of existing shares to which	ı voting
2. Reason for	the notification (please state	Yes/No): ( )	
An acquisiti	on or disposal of voting rights:	(Y)	
	on or disposal of financial instr ady issued to which voting righ	ruments which may result in the acq nts are attached: ( )	uisition of
An event ch	nanging the breakdown of votir	ng rights: ( )	
Other (pleas	se specify) : ( )		
3. Full name o	of person(s) subject to the n	otification obligation (iii): Lloyds TS	B Group Plc
	•	rom 3.) (iv): loyds Bank (PEP) Nominees Ltd, State S	Street
5. Date of the different) (v	y):	nich the threshold is crossed or re	eached if
<b>6. Date on wh</b> 2 <sup>nd</sup> August 2	ich issuer notified: 007		
7. Threshold(s Reached 4%	s) that is/are crossed or reac	ched:	
8. Notified det			
A: Voting ri	ghts attached to shares		
Class/type of si	hares if Situation previo	us to the Triggering transaction (vi)	

**Regulatory Announcement** 

RECEIVED

Go to market news section

Number of voting Rights

0602729 ORD GBP 0.25 10,956,583

10,956,583

(viii)

#### Resulting situation after the triggering transaction (vii)

Class/type of shares if possible using the ISIN CODE	Number of shares	Number of voting rights (ix)		% of voting rights	
	Direct	Direct	Indirect	Direct	Indirect
	11,181,583	0	11,181,583	0	4.016

#### **B: Financial Instruments**

Resulting situation after the triggering transaction (xii)

exercised/ converted.	Type of financial instrument	Expiration Date (xiii)	Exercise/Conversion Period/ Date (xiv)	Number of voting rights that may be acquired if the instrument is exercised/ converted.	% of voting rights
-----------------------	------------------------------	------------------------	---	---	--------------------

Total (A+B)
Number of voting rights % of voting rights

11,181,583 4.016

# 9. Chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held, if applicable (xv):

53,849 Shares are held by Perry Nominees Ltd, a wholly owned subsidiary of Lloyds TSB Bank Plc, a wholly owned subsidiary of Lloyds TSB Group Plc.

1,175 Shares are held by Boltro Nominees Ltd, a wholly owned subsidiary of Lloyds TSB Bank Plc, a wholly owned subsidiary of Lloyds TSB Group Plc.

37,428 Shares are held by Lloyds Bank (Pep) Nominees Ltd, a wholly owned subsidiary of Lloyds TSB Bank Plc, a wholly owned subsidiary of Lloyds TSB Group Plc.

11,089,131 Shares are held by State Street Nominees Ltd. Shares are under the control of Scottish Widows Investment Partnership Ltd, a wholly owned subsidiary of Scottish Widows Investment Partnership Group Ltd, a wholly owned subsidiary of Scottish Widows Group Ltd, a wholly owned subsidiary of Lloyds TSB Bank plc, a wholly owned subsidiary of Lloyds TSB Group Plc.

### **Proxy Voting:**

## 10. Name of the proxy holder:

- 11. Number of voting rights proxy holder will cease to hold:
  12. Date on which proxy holder will cease to hold voting rights:
  13. Additional information:
- 15. Contact telephone number: 01753 837000

Mr Paul Andrew Boulton

14. Contact name:

END

Close

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### **Regulatory Announcement**

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Company

Morgan Crucible Co PLC

TIDM

7

MGCR

Headline

Transaction in Own Shares

Released

16:47 01-Aug-07

Number

3653B

**ISSUER** 

The Morgan Crucible Company plc

FILE NO.

82-3387

The Morgan Crucible Company plc announces that on 01 August 2007 it purchased for cancellation from Citigroup Global Markets Limited 400,000 ordinary shares at an average price of 297.35p pence per share.

Accordingly, upon settlement of the above transaction, The Morgan Crucible Company plc's capital will consist of 278,410,857 25p ordinary shares with voting rights, and 437,281 cumulative preference shares (125,327 5.5% cumulative first preference shares of £1.00 each and 311,954 5% cumulative second preference shares of £1.00 each), with no voting rights, save in specified limited circumstances.

Therefore, the total number of shares with voting rights in The Morgan Crucible Company plc will be 278,410,857.

The above figure 278,410,857 may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, The Morgan Crucible Company plc under the FSA's Disclosure and Transparency Rules.

Enquiries:

The Morgan Crucible Company plc

01753 837 000

Paul Boulton

END

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